

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>SCHMERTZLER MICHAEL</u> (Last) (First) (Middle) <u>1300 VALLEY ROAD</u> (Street) <u>NEW CANAAN CT 06840</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PTC THERAPEUTICS, INC. [PTCT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/07/2015</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								26,766 ⁽¹⁾	D	
Common Stock	05/07/2015		J ⁽²⁾		1,125,722	D	\$0	4,569 ⁽³⁾	I	See footnote ⁽³⁾
Common Stock	05/11/2015		J ⁽⁴⁾		848	D	⁽⁴⁾	3,721 ⁽⁵⁾	I	See footnote ⁽⁵⁾
Common Stock								1,320,369	I	See footnote ⁽⁶⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Option (Right to Buy)	\$51							01/02/2016	01/01/2025	Common Stock	24,000	24,000	D	
Stock Option (Right to Buy)	\$27.05							01/28/2015	01/27/2024	Common Stock	20,000	20,000	D	
Stock Option (Right to Buy)	\$10.85							⁽⁷⁾	05/15/2023	Common Stock	60,000	60,000	D	
Stock Option (Right to Buy)	\$218.4							⁽⁸⁾	01/10/2022	Common Stock	276	276	D	
Stock Option (Right to Buy)	\$490.8							⁽⁸⁾	04/27/2021	Common Stock	276	276	D	
Stock Option (Right to Buy)	\$1,149.6							⁽⁸⁾	02/02/2020	Common Stock	216	216	D	
Stock Option (Right to Buy)	\$508.8							⁽⁸⁾	10/07/2019	Common Stock	266	266	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Option (Right to Buy)	\$735.6							(8)	01/25/2018	Common Stock	166	166	D	
Stock Option (Right to Buy)	\$735.6							(8)	07/14/2018	Common Stock	83	83	D	
Stock Option (Right to Buy)	\$626.4							(8)	04/18/2017	Common Stock	125	125	D	
Stock Option (Right to Buy)	\$392.4							(8)	03/01/2016	Common Stock	90	90	D	

Explanation of Responses:

- Represents 26,766 shares of common stock of the Issuer ("common stock") directly held by the reporting person.
- Represents final distributions in kind, without consideration to the applicable limited partners, of common stock of the Issuer effected by Credit Suisse First Boston Equity Partners (Bermuda), L.P. (879,798 shares) and Credit Suisse First Boston Equity Partners, L.P. (245,924 shares). The shares of common stock distributed were initially received by these funds upon the automatic conversion of preferred stock at the time of the Issuer's initial public offering in June 2013. The reporting person is a managing director of Aries Advisors, LLC, the sub-advisor to Credit Suisse First Boston Equity Partners, L.P. The reporting person disclaims beneficial ownership of the distributed shares of common stock except to the extent of his pecuniary interest therein.
- Consists of (i) 3,487 shares of common stock held by EMA Private Equity Fund 1999 LP; (ii) 848 shares of common stock held by Credit Suisse First Boston U S Executive Advisors LP; and (iii) 234 shares of common stock held by Credit Suisse First Boston Finders and Screeners LP. The reporting person disclaims beneficial ownership of the shares of common stock held by these entities.
- Represents dispositions pursuant to Rule 144 of 848 shares of common stock at a weighted average price of \$55.6807 per share by Credit Suisse First Boston U S Executive Advisors LP. Although included in the reporting person's prior ownership reports, the reporting person disclaims beneficial ownership of the disposed securities.
- Consists of (i) 3,487 shares of common stock held by EMA Private Equity Fund 1999 LP; and (ii) 234 shares of common stock held by Credit Suisse First Boston Finders and Screeners LP. The reporting person disclaims beneficial ownership of the shares of common stock held by these entities.
- Represents shares of common stock held by Section Six Partners, L.P. The reporting person is a general and limited partner of, and trustee of certain family trusts holding interests in, Section Six Partners, L.P. The reporting person disclaims beneficial ownership of the shares of common stock held by Section Six Partners, L.P. except to the extent of his pecuniary interest therein.
- This option was granted on May 15, 2013 and vests over three years, with 8.33% of the shares underlying the option vested on August 15, 2013 and an additional 8.33% of the original number of shares underlying the option vesting at the end of each successive three-month period thereafter.
- Currently exercisable.

/s/ Colleen Diver Johnson,
attorney-in-fact

05/11/2015

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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